QUATERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity: Munjal Showa Limited
2. Quarter ending: 30th June, 2016

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN$ & DIN	Category (Chairperson/ Executive/Non - Executive/ind ependent/No minee) &	Date of Appointment in the current term /cessation	Tenur e *	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of members hips in Audit/ Stakehold er Committe e(s) including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)	No. of post of Chairpers on in Audit/ Stakehol der Committ ee held in listed entities including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)
Mr.	Devi Singh	PAN: AAHPS9542E DIN: 00015681	Chairman & Independent Director	23-09-2008	93 Month s	1	nil	nil
Mr.	Yogesh Chander Munjal	PAN: ABMPM8677L DIN: 00003491	Executive Director	16/05/1985	-	1	1	Nil
Mr.	Isao Ito	PAN: ACOPI6288E DIN: 05134031	Executive Director	24/05/2013	-	1	1	Nil
Mr.	Matsui Masanao	PAN: NA DIN: 00340218	Non-Executive Director	22/05/2015	-	1	nil	nil
Mr.	Pankaj Munjal	PAN: ABMPM8660	Non-Executive Director	16-05-1985	-	1	2	nil

		M DIN: 00005330						
Mr.	Ashok Kumar Munjal	PAN: ADQPM8088B DIN: 00003843	Non-Executive Director	02-01-1989	-	1	3	nil
Mrs.	Charu Munjal	PAN: ADVPM3847K DIN: 03094545	Non-Executive Director	23-05-2014	-	2	nil	nil
Mr.	Vinod Kumar Agrawal	PAN: ACSPA8346D DIN: 00004463	Independent Director	29/07/2005	131 Months	1	nil	1
Mr.	Surinder Kumar Mehta	PAN: ACHPM4546J DIN: 00002888	Independent Director	23-09-2008	93 Months	1	nil	1
Mr.	Nand Dhameja	PAN: AAFPD5146F DIN: 02351762	Independent Director	23-09-2008	93 Months	1	1	1

$ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson /Executive /Non Executive / independent /Nominee)$
1. Audit Committee	Mr. Vinod Kumar Agrawal	Chairperson / Independent Director
	Mr. Nand Dhameja	Independent Director
	Mr. Ashok Kumar Munjal	Non-Executive Director
2. Nomination & Remuneration Committee	Mr. Surinder Kumar Mehta	Chairperson/ Independent Director
	Mr. Vinod Kumar Agrawal	Independent Director
	Mr. Devi Singh	Independent Director
3. Share Transfer/ Stakeholders Relationship	Mr. Nand Dhameja	Chairperson / Independent Director
	Mr. Yogesh Chander Munjal	Executive Director
	Mr. Isao Ito	Executive Director
	Mr. Ashok Kumar Munjal	Non-Executive Director
4.Corporate Social Responsibility Committee	Mr. Yogesh Chander Munjal	Chairperson/ Executive Director
	Mr. Isao Ito	Executive Director
	Mr. Vinod Kumar Agrawal	Independent Director
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen		

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
05-02-2016	20.05.2016	71 Days
09-03-2016		

V. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
19.05.2016 (Audit Committee)	Yes (2 members were present our of 3 members)	04-02-2016 (Audit Committee)	104 Days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			

V. Related Party Transactions	
Subject	*Compliance status (Yes/No/NA)*refer note below

Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

Note
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
a. Audit Committee
b. Nomination & remuneration committee
c. Stakeholders relationship committee
d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report shall be placed before Board of Directors in the next meeting. The report submitted in the previous quarter has been placed before Board of Directors.

Note:

(SAURABH AGRAWAL)
A-36163
Company Secretary & Compliance Officer